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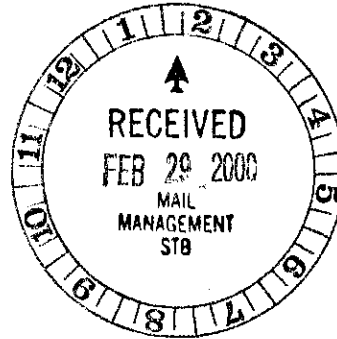
Imperial Tobacco
Canada Limited / Canada Limitée



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February 24, 2000

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
Office of the Secretary
Case Control Unit
Attn: STB Ex Parte No. 582
1925 K Street, N.W.
Washington, D.C. 20423-0001



Dear Sir:

Our company is manufacturing Tobacco products in Canada and we are a major user of rail services primarily in Canada. Since the recent acquisition of our Company by B.A.T., we are considering the use of rail in the U.S. to connect with our sister company Brown & Williamson, Macon, Georgia.

The purpose of this letter is to encourage the surface Transportation Board to focus on whether the proposed CN-BNSF combination is good for shippers, not on potential downstream effects. The CN-BNSF combination should be judged on its merits and if other carriers propose mergers, then these cases ought to be evaluated on their merits.

The timing of the proposed CN-BNSF combination is not the central issue for our company. Our concern is service. Recent mergers have failed on service, not because of timing. Accordingly, the Surface Transportation Board should focus on ensuring that CN-BNSF combination, and any other future mergers, will deliver service.

The surface Transportation Board has a comprehensive process to evaluate railroad transactions and protect the public interest. It should fairly evaluate the CN-BNSF combination according to that process. Do not let other railroads use the Surface Transportation Board process to protect themselves and not shippers.

Sincerely,

Mr. Jacques Gaboury
Director Logistics Management
Imperial Tobacco Canada Ltd.